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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**REQUEST FOR ENTRY OF ORDER BY
DEFAULT ON MOTION OF DEBTORS
PURSUANT TO 11 U.S.C. §§ 363 AND
105(a) FOR AN ORDER APPROVING
TERMS OF BOARD OF DIRECTOR
COMPENSATION**

[Relates to Dkt. No. 4057]

Date: October 22, 2019
Time: 10:00 a.m. (Pacific Time)
Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

**Objection Deadline:
October 15, 2019 at 4:00 p.m. (PT)**

1 **REQUEST FOR ENTRY OF ORDER BY DEFAULT**

2 PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the
3 “**Utility**”), as debtors and debtors in possession (collectively, “**PG&E**” or the “**Debtors**”) in the above-
4 captioned chapter 11 cases (the “**Chapter 11 Cases**”), hereby request, pursuant to Rule 9014-1(b)(4) of
5 the Bankruptcy Local Rules for the United States District Court for the Northern District of California,
6 as made applicable to these Chapter 11 Cases by the *Second Amended Order Implementing Certain*
7 *Notice and Case Management Procedures* entered on May 14, 2019 [Dkt No. 1996] (“**Case**
8 **Management Order**”), that the Court enter an order by default on the *Motion of Debtors Pursuant to*
9 *11 U.S.C. §§ 363 and 105(a) for an Order Approving Terms of Board of Director Compensation* filed
10 by the Debtors on October 1, 2019 [Dkt. No. 4057] (the “**Motion**”).

11 **RELIEF REQUESTED IN THE MOTION**

12 The Motion seeks entry of an order approving the Debtors’ compensation of non-
13 employee directors serving on the respective Boards of Directors of PG&E Corp. and the Utility. A
14 proposed order (the “**Proposed Order**”) was attached as an exhibit to the Motion. The order being
15 submitted is different from the Proposed Order attached to the Motion only in that the reference to a
16 hearing being held has been deleted.

17 **NOTICE AND SERVICE**

18 A *Notice of Hearing on Motion of Debtors Pursuant to 11 U.S.C. §§ 363 and 105(a) for*
19 *and Order Approving Terms of Board of Director Compensation* was filed concurrently with the Motion
20 on October 1, 2019 [Dkt. No. 4059] (the “**Notice of Hearing**”). The Motion, its supporting declaration
21 of Lane T. Ringlee, and the Notice of Hearing were served as described in the Certificate of Service of
22 Alain B. Francoeur filed on October 4, 2019 [Dkt. No. 4120]. The deadline to file responses or
23 oppositions to the Motion has passed, and no oppositions have been filed with the Court or received by
24 counsel for the Debtors.

25 **DECLARATION OF NO RESPONSE RECEIVED**

26 The undersigned hereby declares, pursuant to 28 U.S.C. § 1746, under penalty of perjury,
27 that:

- 28 1. I am an attorney with the firm of Keller & Benvenuti LLP, co-counsel for the

1 Debtors.

2 2. I have reviewed the Court's docket in the Chapter 11 Cases and have determined
3 that no response or opposition has been filed with respect to the Motion.

4 3. This declaration was executed in San Francisco, California.

5 WHEREFORE, the Debtors hereby request entry of the Proposed Order substantially in
6 the form attached to the Motion, granting the Motion as set forth therein.

7
8 Dated: October 17, 2019

WEIL, GOTSHAL & MANGES LLP
KELLER & BENVENUTTI LLP

9
10 /s/ Thomas B. Rupp
11 Thomas B. Rupp

12 *Attorneys for Debtors and Debtors in Possession*